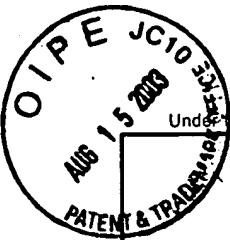


Under the Paperwork Reduction Act of 1995, no persons are required to respond to a collection of information unless it displays a valid OMB control number.

**STATEMENT UNDER 37 CFR 3.73(b)**Applicant/Patent Owner: Agere Systems Inc.Application No./Patent No.: 09/680,709 Filed/Issue Date: October 6, 2000
Method and Apparatus for Video Transmission Over a Heterogeneous Network Using Progressive
Entitled: Video CodingAgere Systems Inc., a corporation,
(Name of Assignee) (Type of Assignee, e.g., corporation, partnership, university, government agency, etc.)

states that it is:

- the assignee of the entire right, title, and interest; or
- an assignee of less than the entire right, title and interest.
The extent (by, percentage) of its ownership interest is _____ %

in the patent application/patent identified above by virtue of either:

- A. An assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

- B. A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: Inventor(s) To: Lucent Technologies Inc.
The document was recorded in the United States Patent and Trademark Office at
Reel 011477, Frame 0517, or for which a copy thereof is attached.
2. From: Lucent Technologies Inc. To: Agere Systems Guardian Corp.
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.
3. From: Agere Systems Guardian Corp. To: Agere Systems Inc.
The document was recorded in the United States Patent and Trademark Office at
Reel _____, Frame _____, or for which a copy thereof is attached.

Additional documents in the chain of title are listed on a supplemental sheet.

- Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (i.e., the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is authorized to act on behalf of the assignee.

August 11, 2003

Date

Joseph B. Ryan, Reg. No. 37,922

Typed or printed name

Signature
Attorney for Applicant(s)

Title

EXECUTION COPY

PATENT ASSIGNMENT

by and between

LUCENT TECHNOLOGIES INC.

and

AGERE SYSTEMS GUARDIAN CORP.

Dated as of January 30, 2001

PATENT ASSIGNMENT

THIS PATENT ASSIGNMENT (this "Assignment"), effective as of January 30, 2001 (the "Effective Date"), is by and between Lucent Technologies Inc., a Delaware corporation, with offices at 600 Mountain Avenue, Murray Hill, New Jersey 07974, United States of America, ("ASSIGNOR") and Agere Systems Guardian Corp., a Delaware corporation, with offices at 555 Union Boulevard, Allentown, PA 18109, United States of America ("Agere Systems Guardian").

RECITALS

A. WHEREAS, the Board of Directors of ASSIGNOR has determined that it is in the best interests of ASSIGNOR and its stockholders to separate ASSIGNOR's existing businesses into two independent businesses;

B. WHEREAS, ASSIGNOR presently owns or controls certain patents, patent applications, and invention submissions listed in the attached Appendices A and B (hereinafter "TRANSFERRED PATENTS") and;

C. WHEREAS, in furtherance of the foregoing separation, ASSIGNOR desires to transfer, assign, convey, deliver and vest all of its interests and rights in TRANSFERRED PATENTS for all countries, jurisdictions and political entities of the world, to and in Agere Systems Guardian;

NOW, THEREFORE, in consideration of the premises and for other good and valid consideration, the receipt and sufficiency of which are hereby acknowledged, the parties, intending to be legally bound, agree as follows:

ASSIGNOR, subject to existing rights and licenses of third parties, does hereby assign, convey, transfer and deliver, and agrees to assign, convey, transfer and deliver to Agere Systems Guardian, its successors, assigns and legal representatives or nominees, ASSIGNOR's entire right, title and interest, for all countries, jurisdictions and political entities of the world, along with the right to sue for past infringement, to all TRANSFERRED PATENTS listed on Appendices A and B, and corresponding counterpart foreign patents and patent applications, with respect to which, and to the extent to which, ASSIGNOR now has or hereafter acquires the right to so assign, convey, transfer and deliver. Agere Systems Guardian recognizes that ASSIGNOR holds only bare legal title to the TRANSFERRED PATENTS listed in Appendix A (which lists the United States Patents and patent applications previously exclusively licensed to Lucent Technologies Microelectronics Guardian Corp.).

ASSIGNOR and ASSIGNEE recognize that the patents listed in Appendices A and B may inadvertently include patents that are owned by various subsidiaries of ASSIGNOR, including Agere, Inc., Orltel Corporation, Optimay Corporation, Herrmann Technology, Inc., and Enable Semiconductor, Inc. Ownership of such patents shall not be affected by this Patent

Assignment, and ASSIGNEE agrees that any such patents shall be deemed deleted from Appendices A and B.

ASSIGNOR agrees that, upon request it will, at any time without charge to Agere Systems Guardian, but at Agere Systems Guardian's expense, furnish all necessary documentation relating to or supporting chain of title, sign all papers, take all rightful oaths, and do all acts which may be necessary, desirable or convenient for vesting title to TRANSFERRED PATENTS in Agere Systems Guardian, its successors, assigns and legal representatives or nominees; including but not limited to any acts which may be necessary, desirable or convenient for claiming said rights and for securing and maintaining patents for said inventions in any and all countries and for vesting title thereto in Agere Systems Guardian and its respective successors, assigns and legal representatives or nominees.

IN WITNESS WHEREOF, the parties have caused this PATENT ASSIGNMENT to be executed by their duly authorized representatives as of the Effective Date.

LUCENT TECHNOLOGIES INC.

By: 

Daniel P. McCurdy
President, Intellectual Property Business

AGERE SYSTEMS GUARDIAN CORP.

By: 

Fred M. Romano
President

ACKNOWLEDGMENTS

STATE OF NEW JERSEY)

: ss:

COUNTY OF SOMERSET)

I CERTIFY that on January 30, 2001, Daniel P. McCurdy personally came before me and this person acknowledged under oath, to my satisfaction that:

a.) this person signed, sealed and delivered the attached Patent Assignment as President - Intellectual Property Business of Lucent Technologies Inc.; and

b.) this Patent Assignment was signed and made by Lucent Technologies Inc. as its voluntary act and deed by virtue of authority from its Board of Directors.

Tamora Anne Hanna

Name **TAMORA ANNE HANNA**
Notary Public Notary Public of New Jersey
My Commission Expired Registered in Hunterdon County
[Notarial Seal] My Commission Expires March 25, 20

STATE OF FLORIDA)

: ss:

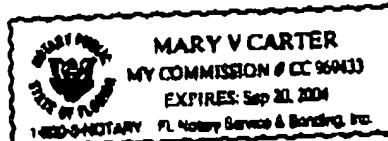
COUNTY OF ORANGE)

I CERTIFY that on January 31, 2001, Fred M. Romano personally came before me and this person acknowledged under oath, to my satisfaction that:

a.) this person signed, sealed and delivered the attached Patent Assignment as Vice President of Agere Systems Guardian Corp.; and
b.) this Patent Assignment was signed and made by Agere Systems Guardian Corp. as its voluntary act and deed by virtue of authority from its Board of Directors.

Mary V Carter

Name **MARY V CARTER**
Notary Public
My Commission Expires:
[Notarial Seal]



STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 08/29/2002
020545223 - 3268412

CERTIFICATE OF OWNERSHIP AND MERGER

OF

Agere Systems Guardian Corp.
(a Delaware corporation)

INTO

Agere Systems Inc.
(a Delaware corporation)

UNDER SECTION 253 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE

Agere Systems Inc., a corporation organized and existing under the laws of Delaware ("Corporation"), DOES HEREBY CERTIFY:

FIRST: The Corporation is the owner of all of the outstanding shares of common stock of Agere Systems Guardian Corp., which is also a business corporation of the State of Delaware.

SECOND: On August 22, 2002 the Subsidiary Governance Committee of the Board of Directors of the Corporation adopted the following resolution to merge Agere Systems Guardian Corp. into the Corporation:

RESOLVED that Agere Systems Guardian Corp., a Delaware corporation, shall be merged with and into Agere Systems Inc., a Delaware corporation, with Agere Systems Inc. being the surviving corporation, and Agere Systems Inc. shall thereupon assume all of the obligations of Agere Systems Guardian Corp."

THIRD: That the merger authorized hereby shall become effective as of 9:00 a.m. Eastern Standard Time on August 31, 2002.

Executed on August 22, 2002

AGERE SYSTEMS INC.

By Paul Bento
Paul Bento, Vice President

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

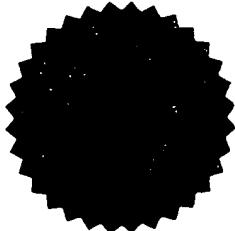
"AGERE SYSTEMS GUARDIAN CORP.", A DELAWARE CORPORATION, WITH AND INTO "AGERE SYSTEMS INC." UNDER THE NAME OF "AGERE SYSTEMS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF AUGUST, A.D. 2002, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF AUGUST, A.D. 2002.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3268412 8100M

020545223



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1959517

DATE: 08-29-02

APPENDIX B (continued)
Transferred Patents

Case Name	Filing Date	Issue Date	Patent No.	Serial No.
Akerson 1-3-2	6/28/2000			09/605341
Akomer 1-11-9-1	10/29/1999			09/430326
Akulova 1-4-2	3/31/2000			09/540471
Akulova 3-12-10	8/25/2000			
Albu 2-15-6-5-4-2	10/15/1997	5/9/2000	09/645913 6060902	
Alers 10-58-78	1/13/1999			60/115782
Alers 11	4/15/1999			09/292422
Alers 12	1/12/1999			60/115530
Alers 12-147	6/30/1999			09/345556
Alers 13-9	1/12/1999			60/115531
Alers 15-9-4-11	5/12/1999			09/310388
Alers 18	11/4/1999			09/434424
Alers 19	8/12/1999			09/374757
Alers 20	1/6/2000			09/478725
Alers 22-4	8/31/1999			09/387537
Alers 2-2-5	1/2/1998	3/28/2000	6043662	
Alers 23	8/31/1999			09/387323
Alers 24-5-20	1/4/2000			09/477310
Alers 25-20-59-80	9/2/1999			09/388682
Alers 26-9-18-42	3/7/2000			09/519909
Alers 4-5-8-28	5/28/1998	5/9/2000	6060406	
Alers 7-31	8/21/1998	4/4/2000	6046657	
Alers 8-2-1-17	4/6/1999			09/286929
Alers 9-53-73	1/11/2000			09/481463
Ali 10-6-3	9/7/1999			09/390911
Ali 12-8-1	6/4/1999			09/325423
Ali 13-9-2	2/24/1999			09/256223
Ali 14-11-5	4/21/1999			09/295318
Ali 15-47-6-45	2/24/1999			09/256238
Ali 16-10-5	5/24/1999			09/317431
Ali 17-3	5/20/1999			09/314966
Ali 18-11	3/10/1999			09/265848
Ali 20-12-1	2/8/1999			09/246604
Ali 23-3-11	4/22/1999			09/296538
Ali 2-7	3/9/1998	3/28/2000	6044348	
Ali 27-48	5/22/2000			09/576388
Ali 4-11	10/12/1999			09/416305
Ali 5-11-15-1	3/27/1998		09/048841	
Alidina 10-7-16	7/31/1998	5/16/2000	6064714	
Alidina 11-7	6/23/2000			09/602555
Alidina 2-3-5-15	8/12/1998		09/132882	
Alidina 3-4-8	9/8/1997		08/925608	
Alidina 4-5-9	9/8/1997		08/925302	
Alidina 7-1	11/14/1997		08/970723	
Alidina 8-14-12-18	11/25/1997		08/978468	
Alidina 9-15-20	8/4/1998		09/129116	
Alonso Montull 1-1-1	4/5/2000			09/543616
Alonso Montull 2-2	3/24/2000			09/534790
Alonso Montull 3-3-1	2/15/2000			09/503807
Alonso Montull 4-4-2	2/23/2000			09/511051
Alonso Montull 5-5	2/25/2000			09/512437
Alonso Montull 6-6-2	4/28/2000			09/560463
Alonso Montull 7-7-3	5/18/2000			09/xxxx56
Alonso Montull 8-8-4	5/31/2000			09/583936
Alvarez Soriano 1-1-1-1	3/10/1998		09/037447	
Anand 2-17-18	10/6/2000		09/680709	
Anderson 1	8/2/2000		09/631150	
Anderson 1	8/4/1999			60/147106
Anderson 2-1-1-3	7/10/2000			09/612980
Anderson 2-5-10-81-1	8/2/2000			09/588586